

EXHIBIT E

August 28 2024 Email

From: [Robert Leeds](#)
To: [Joseph Varkoly](#)
Cc: [Mitch Dockens](#); [Michael Fuqua](#); [Lindsey Ruff](#); [Matthew L. Schwartz](#); [Mark Callahan](#)
Subject: Re: High Priority: Aircraft Completion Plan
Date: Wednesday, August 28, 2024 4:39:29 PM

Good news. Let's finalize and get first three planes going .

Please consider this a Formal Notice we will exercise the option to acquire the and next plane produced (#71).

We will send additional letter as well .

Thank you .

Robert L. Leeds, III
646-519-1990

On Aug 28, 2024, at 4:34 PM, Joseph Varkoly <jvarkoly@baslerturbo.com> wrote:

Hi Rob –
We received the Exemption an hour ago - FINALLY!

Joe

From: Robert Leeds <robert@cognisphere.info>
Sent: Wednesday, August 28, 2024 2:52 PM
To: Joseph Varkoly <jvarkoly@baslerturbo.com>
Cc: Mitch Dockens <mitch@cognisphere.info>; Michael Fuqua <mfuqua@brileyfin.com>
Subject: Re: High Priority: Aircraft Completion Plan

Joe-

We are nearing our final review and response .
Initially- some seem ok and some changes are not.

Additionally, we anticipate the aircraft receiving their final air worthiness certification very shortly.

For clarity- When the formal notice is provided it is our intent to EXERCISE the

option to acquire the fourth plane #71 (tail number to follow) in accordance with the Contract.

We can discuss in more detail after we finalize above .

Robert L. Leeds, III
646-519-1990

On Aug 28, 2024, at 12:24 PM, Joseph Varkoly
<jvarkoly@baslerturbo.com> wrote:

Hi Rob –

Thank you for the comments and the direction. I'm glad your focus is on getting the aircraft done and delivered. That has been my focus all along.

That said, there appears to still be some confusion regarding the specs for the aircraft and what needs to be done. Your email attaches the original Exhibit A documents from the contract. That exhibit was superseded long before Cognisphere or LTS became involved. I sent the updated specs on July 31 that reflect the most recent configuration under the contract (the one applicable at the time LTS acquired the contract), and I've attached those again here for your convenience.

The following is a list of the changes that were adopted to the aircraft specs at Theia's direction prior to your involvement:

<image004.png>

The most significant change is to the avionics suite and illustrated here:

<image005.png>

<image006.png>

All of these changes, adopted at Theia's direction, were well documented in writing with Theia and were reflected in the details provided in connection with the letter agreement approved by the Receiver. They were also all reflected in the spec sheets I sent to you on July 31. If you want to see all the background on those we can pull all of that together, but it doesn't seem particularly helpful or necessary to rehash all of that now in this context.

Other than the avionics changes, the other items are trivial, and do not impact the airworthiness of the aircraft – they are related to how the aircraft will ultimately be used, and should be tailored to meet the specific need. The issue Theia had was that the need was undefined. Aircraft #64 was outfitted differently than #68, and additional changes were planned and approved for #69. Candidly, we should work in collaboration with Mitch and Rod to tailor these “non-aircraft” items.

Please understand, the aircraft are presently configured to the final specs under the contract, not the original specs which were superseded. Working them back to match the outdated specs would actually add significant time and work and result in a less desirable cockpit for the pilots. If your goal is to get the aircraft delivered and flying as quickly as possible, focusing on the outdated specs is counterproductive. Right now all that's necessary to get the aircraft finalized for delivery is getting the last pieces of direction from you, and getting the last of the work done in accordance with that direction.

Hopefully this clears things up. We'll keep working to finalize the aircraft based on your current input and direction in relation to the current specs in accordance with the contract.

To that end, there are a couple points that we still need further direction on, and I have a few follow up comments/questions on what you've sent so far:

- I will call the paint shop today and see when we

can get a slot. If there is a delay getting in, we can install the belly holes and doors first – the paint shop doesn't like that, but I'll do whatever gets both jobs done in the shortest amount of time.

- In working with prior Theia engineers and managers in the spring and summer of 2021, they requested we change to three large and six small J-boxes for #68, which are also populated with wiring, cannon plugs, connectors, etc. (Mitch saw them when he was here in June). They told us to only build two large ones for #69 and never defined how to populate them or what they would do with them. I know they were rethinking how the planes would be used at that time. So we only have 2 empty metal boxes for #69 and #70. Can we work with Mitch and Rod to provide some real value here?
- No issues on shipping the items you listed below to TN, but the mission seats are packed in multiple crates – I can provide weights and dimensions.
- You are also getting 2 payload seats per plane – do you want to ship them down to TN with the other items, or just have us put them in the plane when we deliver the planes?
- We can put the same hardpoints on 69 and 70 as we have on 68, but recognize that those were designed for the red kite/black kite installations.

I will get back to you on overall timing once I get some feedback from the paint shop.

Thanks – Joe

From: Robert Leeds <robert@cognisphere.info>

Sent: Tuesday, August 27, 2024 5:51 PM

To: Joseph Varkoly <jvarkoly@baslerturbo.com>

Cc: Mitch Dockens <mitch@cognisphere.info>; Michael Fuqua <mfuqua@brileyfin.com>

Subject: High Priority: Aircraft Completion Plan

Joe -

Again - thanks for briefly speaking with Mitch this afternoon. I understand that after your customers leave today, you want to have a detailed conversation with Mitch about the open items.

I'm ok with that but my current view is the same - the best course of action is to complete the planes in accordance with the Contract. I would proceed according to that thinking - seems best to avoid any grey areas.

Additionally, we have seen no written modifications with respect to the specs. If you have some that was missed by the Company and or the Reciever - please send them along.

FOR ABSOLUTE CLARITY please refer to the language below from the Contract.

Per section XXVli.

“The Agreement and its Exhibits ...may not be substituted, varied, or abridged in any manner, except as provided herein, unless by written amendment executed by an authorized agent or officer of the Seller and an authorized agent or officer of the Buyer. “

Thus- please send me your thoughts and timing after you speak with Mitch tomorrow.

In addition to the FAA air worthiness certification, we need the aircraft completed per the contract specs asap. We both know that time is money.

Thanks- best Rob

Robert L. Leeds, III
646-519-1990

On Aug 26, 2024, at 4:01 PM, Robert Leeds
<robert@cognisphere.info> wrote:

Joe-

While I really appreciate your input and suggestions, the team has decided the best course of action is to just complete all the aircrafts in accordance with the Contract and get finalized soon as possible.

While our review finds no written agreements on any modifications , if you believe anything has been amended or modified - please let us know now and send the backup. We want to be fair and a good long term partner as well.

Since we have ideas on deployment we want to put these in service now- thus we thought this should be cleanest and most expeditious way to completion.

Given we seek no changes I don't believe we need a written modification agreement - again if you see something different let's discuss and get in writing.

Hopefully , this gives clear guidance. Please let me/ us know timing and issues. Hopefully - it all comes together and we get final FAA air worthiness certification shortly as well.

Any question please feel free to call or email anytime -

Best -
Rob
Robert L. Leeds, III
646-519-1990

On Aug 26, 2024, at 3:01 PM, Mitch
Dockens <mitch@cognisphere.info> wrote:

Joe,

**Please review and call us if you
wish to discuss.**

Mitch

**Basler Contractual Requirement
Requested Plan Per Exhibit (A)
Below**

**1. Complete and Install All
Required Specifications Detailed
in the Attached Contractual Annex
A - Specification Build Sheet for
BT-67 Conversion #68, #69 & #70
Checklist.**

1. Aircraft 70

- Paint the Aircraft the Same Color as Aircraft 68 and 69
- Install Two Motor Driven Roller Doors on the Belly of the Aircraft Covering the Four Holes
- Install Roller Doors J-Box Controller

Cognispshere will Coordinate with Basler Turbo to Ship the Following Items to Tullahoma, TN:

1. Mission Seats - Stored in a Huge Shipping Crate
2. WESCAM MX15 - Stored in OEM Shipping Container
3. Eighteen Junction Box - Must be Packed for Shipment
4. Six Cabin Utility Inverters TI-2000 (Mid-Continent)

EXHIBIT A

Specification Build Sheet for BT-67
Conversion #68, #69 & #70
Converted in Accordance with STC
SA4840NM
Contract # 20-0068-V1

Airframe, Fuselage and Wings:

- Douglas DC-3 / C47 Airframe; Complete Overhaul and 40" Fuselage Extension
- Modified Wing Tips and Outer Wing Leading Edge
- Upper and Lower Wing Center Section Reinforcement
- Fabric Flight Controls (Ailerons, Rudder and Elevators)
- Hardpoints Near the Wing Tips, on Outer Wings and Fuselage
- Complete Custom Paint

Aircraft Systems:

- Two new Pratt & Whitney PT6A-67R Engines, Components and Hardware Including Cowlings and Nacelles
- Fire Detection and Fire Extinguisher System in Each Engine
- Two new Hartzell 118" Five Blade Metal Propellers with Spinners and all Accessories
- Four Bottle (460 Cu. Ft.) Long Range Oxygen System
- Complete Propeller and Engine Air Inlet De-icing System
- Pneumatic Wing and Empennage De-Ice Boots
- Four Kidde Aerospace Engine Fire Bottles
- Disc Brakes on Main Landing Gear
- External LED Lighting Capable of Overt and NVG Compatible Illumination

Electrical System:

- All New Four Bus System (Left and Right Generator, Priority and Emergency Busses)
- Two 400 Amp Starter Generators
- Two 12-Volt Dry Cell AGM Batteries in Series (24-volt total)

Fuel System:

- Four Electrically Driven Fuel Pumps (Left and Right Main, and Left And Right Standby)
- Long Range Fuel in Outer Wings with 3" Fuel Dump
- Two Electrically Driven Transfer Pumps
- Capacitance type Fuel Quantity Transmitters
- Fuel Counter and Flow Indication System
- Dual Line Vent System (Per Side) with Flame Arrestors

Hydraulic System:

- Two Engine Driven Variable Displacement Pumps

Cockpit:

- Lighted Overhead Switch and Annunciator Panels
- Lighted Circuit Breaker Panels
- NVG Lighting
- Electrical Junction Box
- One Piece Electrically Heated Windshields
- Jumpseat with Restraint
- Pilot and Co-pilot seats with Four Point Harness Restraint System
- Dedicated USB Charging Outlets at Pilot and Co-pilot Stations

Cabin Configuration:

- Four First Class UTC Mission Seats
- Two Payloader Seats
- Cabin Air Conditioning with Two Evaporators
- Bleed Air Cabin Heat
- Cargo Floor with Six Brownline Tracks
- Utility Liner (Grey or White)
- Electric Cargo Winch
- Cabin Smoke Detection System (2 positions)
- Lavatory Enclosure with Electric Flush Toilet, Relief Tube and Smoke Detection System
- Emergency Exit Lighting
- Eighteen Oxygen Outlets (3 on Flight Deck, 14 in Main Cabin, 1 in lav)
- Six Large Electrical Junction Boxes in the Cargo Compartment (three on each side)
- Intercom System with Isolate Feature Between Flight Crew and Mission Crew
- Four Holes on the Aft Belly of the Aircraft to Accommodate the SOMAG GSM 4000 Mount (Two Are 20" X 20", Two Are 20" X 19")

- Two Motor Driven Roller Doors on the Belly of the Aircraft Covering the Four Holes
- Installation of Sensor Location on Top of Fuselage for Upward Looking Hyperspectral Sensor
- Two Fabric Bulkhead Compartment Separators
- Two Cabin Utility Inverters TI-2000 (Mid-Continent)
- Installation of an EO/IR Sensor Nose Mount Structure
- Provide and Install an Adapter Plate and Quick Disconnect for the MX-15 Unit

Avionics Systems:

- Two GTN750Xi GPS and FMS (Garmin)
- HF1050 Radio with SELCAL (Honeywell & AvtechTyee)
 - Two UHF Radios Capable of Encryption (Dual Raytheon ARC231 and Avalex ACM9443)
- TAWS-A (Garmin)
- ASD-B In/Out (Garmin)
- TCAS II (Garmin / Honeywell / Gables)
- DME With Single Indicator (Honeywell)
- Color Weather Radar (Garmin)
- Marker Beacon (PS Engineering)
- SATCOM (Customer to Specify)
 - Radar Altimeter with Dual Indicator on Pilot and Co-Pilot Instrument Panel (Honeywell / Garmin)
 - Genesys AP-5000 digital 3-Axis Autopilot With EADI, Dual ADAHRS (Archangel) and SAM302 Standby Attitude Indicator (Mid-Continent)
- Two SN3500 EHSI's (Sandel)
 - DACS Audio system with local

ICS loop (Cobham), Two Flight deck ACP's, Three Cabin ACP's and Six ICS Locations

- Digital Flight Data Recorder (L3)
- Cockpit Voice Recorder (Universal)
- 406 ELT (Artex)

Aircraft Documentation:

- High Altitude Performance Charts
- 30,000 Lbs. MTOW Charts
- Maintenance Manual
- Flight Manual
- Structural Repair Manual / Electrical Manual / Illustrated Parts Catalog
- Avionics Systems Documentation

<Basler Completion Requirement Plan.docx>